

SINGHANIA BROTHERS LIMITED

CIN No. : L51909WB1982PLC035145

SEBI Regn No. : INB 031018935

2/10, Sarat Bose Road, Garden Apartment

Block – A, Kolkata- 700 020

Ph No.: 033 2454 6981

DIRECTOR'S REPORT

The Members,

Your Directors have pleasure in presenting the Annual Report along with Audited accounts of the company for the year ended 31stMarch 2015.

1. FINANCIAL RESULTS:

The Financial results of the company as on 31stMarch 2015 are as follows:-

	For the Year 2014 – 15 Rs.	For the Year 2013– 14 Rs.
Revenue From Operations	24,49,53,354	14,53,09,991
Profit/(Loss) Before Taxation	21,28,658	97,82,629
Less : Provision for Taxation	6,76,781	18,17,700
Profit/(Loss) After Taxation	14,51,877	79,64,929
Profit Brought Forward From Last Year	3,32,70,701	2,34,64,286
	3,44,32,203	3,14,29,215
Special Reserve	(2,90,375)	-
MAT credit entitlement	-	18,41,486
Balance Carried Forward to Balance Sheet	3,44,32,203	3,32,70,701

2. DIVIDEND:

To conserve the resources Board of Directors does not recommend any dividend payout.

3. TRANSFER TO RESERVES :

The Company transferred Rs. 2,90,375/- to Special reserve out of profit of the year ending 31.03.2015, and Rs. 1,45,36,437/- from General reserve to special reserve as 20% of accumulated profit in compliance of section 45-IC of Reserve Bank of India Act, 1934.

4. AUDITORS:

M/s. S.C.Swaika & Co., Chartered accountants, were appointed as Statutory Auditors for a period of 5 years in the Annual General Meeting held in the year 2014 and are eligible for reappointment, subject to ratification of members at ensuing Annual General Meeting of the company.

5. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information required under section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies(Accounts)Rules, 2014 is not applicable to the Company.

6. CORPORATE SOCIAL RESPONSIBILITY:

The provisions of Section 135 of Companies Act, 2013 for Corporate Social Responsibility are not applicable to the Company.

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7. DIRECTORS' SRESPONSIBILITY STATEMENT:

Your Directors state that:

- a) In the preparation of the annual accounts, applicable accounting standards have been followed.
- b) Accounting policies selected are applied consistently and judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year.
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) The Directors have prepared the annual accounts on a going concern basis.
- e) The Directors have laid down internal financial controls in the company that are adequate and were operating effectively.
- f) The Directors have devised proper systems to ensure compliance with the provisions of all the applicable laws and these are adequate and are operating effectively.

8. DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY:

The Company has been addressing various risks and uncertainties impacting the company that can impact its ability to achieve its strategic objectives.

9. RELATED PARTY TRANSACTIONS :

There is no Related Party Transactions that were entered into during the Financial Year, in the ordinary course of business and were in compliance with the applicable provisions of the companies Act, 2013. There were no material significant Related Party Transactions made by the Company during the year that required Shareholder's approval.

11. DISCLOSURE UNDER THE SEXUAL HARRASMENT OF WOMEN AT WORK PLACE PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has in place an anti sexual harassment policy in line with the requirement of the sexual harassment of women at the workplace (prevention, prohibition and redressal) Act, 2013. Internal Complaint Committee has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy..

The following is a summary of the sexual harassment complaint received and disposed off during the year 2014-15.

No. of complaint received during the year: Nil.

No. of complaint disposed during the year: Nil

10. EXTRACT OF ANNUAL RETURN :

The Extract of Annual Return in Form No MGT-9 as required under section 92 of the Companies Act, 2013 is annexed hereto and forming part of this report.

11. STATE OF THE COMPANY'S AFFAIRS AND FUTURE OUTLOOK:

The company is engaged in the business as in earlier year. There has been no change in the future business of the Company.

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12. MATERIAL CHANGES AND COMMITMENTS:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report.

13. LOANS, GUARANTEES AND INVESTMENTS:

There is no such Loans, Guarantees and Investments which are covered under the provisions of Section 186 of the Companies Act, 2013.

14. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS:

The Company has in place adequate financial controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weaknesses in the design or operation were observed.

15. DEPOSITS:

The Company has not accepted any deposits during the year under review. The Company has been repaying the deposits accepted by it under the relevant provisions of the Companies Act, 1956 along with the interest due thereon on due dates in accordance with the terms and conditions and period of such deposits and in compliance with the requirements under the Companies Act, 2013 and related rules.

16. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATOR, COURTS AND TRIBUNALS:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

17. BOARD'S COMMENT ON THE AUDITOR'S REPORT:

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory.

18. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

There has been no change in the constitution of Board during the year under review i.e. the structure of the Board remains the same.

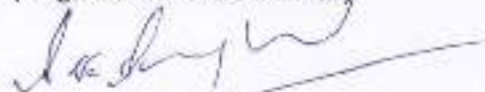
19. SUBSIDIARIES, JOINT VENTURES AND ASSOICATE COMPANIES:

There were no companies which have become or ceased to be the Company's subsidiaries, joint ventures or associate companies during the year under review.

20. ACKNOWLEDGEMENTS:

Your Directors take this opportunity to offer their sincere thanks to various Departments of the Central and State Governments, Banks and investors for their unstinted support and assistance.

For and on behalf of the Board
(Singhania Brothers Limited)



(DIRECTOR)

SKS

Dated: The 1st day of September, 2015.

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CEO AND CFO CERTIFICATION

(Pursuant to clause 49 of the Listing agreement)

Date: 01/09/2015

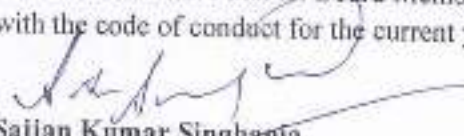
The Board of Directors
Singhania Brothers Limited
Block-A, Garden Apartment
2/10, Sarat Bose Road,
Kolkata- 700 020

Certification by Chief Executive Officer and Chief financial Officer

We have reviewed the financial statements and the cash flow statement for the year ended 31st March 2015 and to the best of our knowledge and belief we hereby certify that:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year April 2014, March 2015 which is fraudulent, illegal or in violation of the Company's Code of Conduct.
4. We accept responsibility for establishing and maintaining internal controls and we have evaluated the effectiveness of the internal control systems of the Company. Based on our most recent evaluation, no deficiencies in the design or operation of controls were noted.
5. We have indicated to the auditors and the Audit Committee that:
 - a. There are no significant changes in internal control over financial reporting during the year.
 - b. There are no significant changes in accounting policies during the year.
 - c. There have been no instances of fraud.

We further declare that all Board Members and Senior Managerial personnel have affirmed compliance with the code of conduct for the current year.


Sajjan Kumar Singhania
Director


Shalini Singhania
Director

Form No.MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2015

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Singhania Brothers Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Prompt Singhania Brothers Limited (here in after called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion there on.

Based on my verification of M/s Singhania Brothers Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2015 complied with the statutory provisions listed here under and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s Singhania Brothers Limited ("the Company") for the financial year ended on March 31, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (v) The other laws as may be applicable specifically to the company in our opinion: Nil

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

N. BHATTACHARYA

Company Secretary

178, Bidhan Park
Kolkata- 700 090
Phone: 9051884685(M)

I report that there were no actions / events in pursuance of

- a) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- c) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

Requiring Compliance thereof by the Company during the year under review and the Secretarial Standards issued by The Institute of Company Secretaries of India were not applicable during the year.

I further report that, based on the information provided by the Company, its officers and authorized representatives during the conduct of audit, and also on review of quarterly compliance reports by respective department heads / company secretary, in my opinion, adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with other applicable laws.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no other specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. having a major bearing on the company's affairs.

Place: Kolkata
Date: 1st Day of September, 2015

N. BHATTACHARYA
Company secretary
C.P. No. 5065

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Total shareholding of Promoter (A)	841940	841940	68.73	841940	841940	68.73	
B. Public Shareholding							
1) Institutions							
a) Mutual Funds							
b) Banks / FI							
c) Central Govt							
d) State Govt (s)							
e) Venture Capital Funds							
f) Insurance Companies							
g) FIIs							
h) Foreign Venture Capital							
i) Others - Specify							
Sub-total (B)(1)							
2. Non-Institutions							
a) Bodies Corporates							
i) Indian	155884	155884	12.72	155884	155884	12.72	
ii) Overseas							
b) Individuals							

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i) Individual shareholders holding nominal share capital up to Rs. 1 lakh		227212	227212	18.55		227212	227212	18.55	
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others - Specify									
Sub-total (B)(2)		383096	383096	31.27		383096	383096	31.27	
Total Public Shareholding (B)=(B)(1)+(B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A + B + C)		1225036	1225036	100		1225036	1225036	100	NO

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B. Share holding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Share	% of total Shares of the company	% of Shares Pledged/encumbered to total Shares	
1	Bimla Devi Singhania	182440	14.89	0	182440	14.89	0	0
2	Sajjan Kumar Singhania	40000	3.27	0	40000	3.27	0	0
3.	Nandlal Singhania & HUF	619500	50.57	0	619500	50.57		
	Total	841940	68.73	0	841940	68.73	0	0

C. Change in Promoters' Shareholding (please specify, if there is no change)

Sl.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the
	For Each of the Directors and KMP				
	At the beginning of the year		No		
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat		No Change		
	At the End of the year		No		

D. Shareholding Pattern of top ten Shareholders :

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl.	Shareholding of each of the top 10 shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the
	For Each of the Directors and KMP				
1.	SINGHANIA ESTATE PVT LTD				
	At the beginning of the year	75884	6.19	75884	6.19
	At the end of the Year 31-March-2015	75884	6.19	75884	6.19

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3.	PRIYA SINGH	22312		22312	
	At the beginning of the year	22312	1.82	22312	1.82
4.	GURU INVESTMENT PVT. LTD.				
	At the beginning of the year	10000	0.81	10000	0.81
5.	K PADMA				
	At the beginning of the year	3000	0.24	3000	0.24
6.	SANTOSH SHARMA				
	At the beginning of the year	2500	0.20	2500	0.20
7.	GAUTAM ROY-A				
	At the beginning of the year	2500	0.20	2500	0.20
8.	BISHNU KR SUROLIA				
	At the beginning of the year	1000	0.08	1000	0.08
9.	GAUTAM ROY-B				
	At the beginning of the year	1000	0.08	1000	0.08
10.	RAJENDRA SHARMA-B				
	At the beginning of the year	1000	0.08	1000	0.08

E. Shareholding of Directors and Key Managerial Personnel:

Sl.	Shareholding of each of the director and key managerial personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the
	For Each of the Directors and KMP				
1	Sajjan Kumar Singhania	311500	25.43	311500	25.43
	At the beginning of the year	311500	25.43	311500	25.43
2	Bimla Devi Singhania	-	-	-	-
	At the beginning of the year	-	-	-	-
	Shalini Singhania	317440	25.91	317440	25.91
	At the beginning of the year	317440	25.91	317440	25.91

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F. INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loan	Deposits	Total Indebtedness
Indebtedness at the beginning of the				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
Addition				
Reduction				
Net Change				
Indebtedness at the end of the				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

G. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

1. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Sajjan kumar Singhania	Shalini Singhania	Bimla Devi Singhania	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	300000	240000	-	540000
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				

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3	Sweat Equity				
4	Commission				
	as % of profit				
	Others, specify...				
5.	Others, please specify				
	Total (A)	300000	240000	-	540000
	Ceiling as per the Act				

2. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Director	Director	Director	
1	Independent Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (1)				NIL

	Other Non-Executive Directors				
	Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration				NIL
	Overall Ceiling as per the Act				

3. Remuneration to key managerial personnel other than MD/ Manager/ WTD:

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Compa ny	CFO	Total
1	Gross salary				

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	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission as % of profit				
	Others, specify...				
5.	Others, please specify				
	Total				NIL

H. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

Type	Section of the Companies Act 2013	Brief Description	Details of Punishment / Compounding Fees Imposed	Authority [RD/NCLT / COURT]	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICE BEARER IN DEFAULT					
Penalty					
Punishment					
Compounding					

**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF
THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES
(APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

(Amount in Rs.)

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	1. Sajjan Kumar Singhania :2.06 3. Shalini Singhania :1.65
(ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	1. Sajjan Kumar Singhania :150% 3. Shalini Singhania :33.33%
(iii) the percentage increase in the median remuneration of employees in the financial year	5.37%
(iv) the number of permanent employees on the rolls of company	7
(v) the explanation on the relationship between average increase in remuneration and company performance	The average increase in the remuneration is 5.37%. The Company maintained the increase of remuneration to employees considering the future projects and performance of the Company
(vi) comparison of the remuneration of the Key Managerial Personnel against the performance of the company	Remuneration of Key Managerial Personnel: 5.20 Lakhs. Net profit of the Company for the year: Rs. 14,41,348/-
(vii) a) variations in the market capitalisation of the company, b) price earnings ratio as at the closing date of the current financial year and previous financial year and c) percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year;	a) The market Capitalisation as on 31.03.2015 was Rs 23,27,568. (Rs 23,27,568 as on 31.03.2014). b) Price Earnings ratio of the Company as on 31.03.2015 was 1.19 and as on 31.03.2014 was 6.50. c) Nil
(viii) average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional	No major increase in the Managerial remuneration. Also there is no such exceptional circumstances for increase in the Managerial remuneration.

circumstances for increase in the managerial remuneration	
(ix) comparison of the each remuneration of the Key Managerial Personnel against the performance of the company	<p style="text-align: right;">Salary in Rs. (pa)</p> <p>1. Sajjan Kumar Singhania :Rs.300,000.00 2. Shalini Singhania :Rs.240,000.00</p> <p>Profit before tax for the year is: Rs. 20,96,162/- Profit after tax for the year is : Rs. 14,41,348/-</p>
(x) the key parameters for any variable component of remuneration availed by the directors;	N.A
(xi) the ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year;	NA
(xii) Affirmation that the remuneration is as per the remuneration policy of the company.	It is affirmed that the remuneration is as per the remuneration policy of the Company

Details of the employees of the Company Pursuant to Section 197 (Rule 5) of the Companies Act 2013

The Company does not have employee who is drawing more than Rs 60 lakhs per annum during the year.

SINGHANIA BROTHERS LIMITED

ANNEXURE to Financial Statements for the year ended 31st March 2015

FORM AOC - 1

[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**Part "A": Subsidiaries***Amount (Rs.)*

1 Sl. No.	1
2 Name of the Subsidiary	The Company does not have any Subsidiary
3 Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
Reporting currency and Exchange rate as on the last date of	
4 the relevant Financial year in the case of foreign subsidiaries	N.A.
5 Share Capital	N.A.
6 Reserves & Surplus	N.A.
7 Total Assets	N.A.
8 Total Liabilities	N.A.
9 Investments	N.A.
10 Turnover	N.A.
11 Profit before taxation	N.A.
12 Provision for taxation	N.A.
13 Profit after taxation	N.A.
14 Proposed Dividend	N.A.
15 % of shareholding	N.A.

Notes:

- 1 Names of Subsidiaries which are yet to commence operations None
Names of Subsidiaries which have been liquidated or sold during the year None

Part "B": Associates and Joint VenturesStatement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	1. Totco Business Private Limited 2. Singhanla Estate Private Limited
1. Latest Audited Balance Sheet Date	31/03/2015
2. Shares of Associate/Joint Venture held by the company on the year end	
No.	1. 4100 2. 383000
Amount of investment in Associates/Joint Venture (Rs.)	1. 8241 2. 769830
Extent of Holding %	1. 20.91% 2. 24.71%
3. Description of how there is significant influence	Control of more than 20% of total share capital as per Explanation to Section 2(6) of the Companies Act, 2013.

4. Reason why the associate/joint venture is not consolidated

In terms of the Companies (Accounts) Amendment Rules, 2014 notified on 14th October, 2014, provisions relating to consolidation of Accounts were not applicable for the year.

5. Networth attributable to Shareholding as per latest audited Balance Sheet (Rs.)

6. Profit/Loss for the year

(i) Considered in Consolidation (Rs.)

Nil

(i) Not Considered in Consolidation (Rs.)

0

Notes:

Names of associates or joint ventures which are yet to commence operations	None
Names of associates or joint ventures which have been liquidated or sold during the year	None

As per our annexed Report of even date

For S.C. SWAIKA CO.

CHARTERED ACCOUNTANTS

Firm Regn. No. : 322137E

For and on behalf of the Board of Directors of Singhanla Brothers Ltd.



(CA. Subhash Chandra Swaika)

Proprietor

Membership Number : 53694

Place: Kolkata

Date: 01/09/2015

Sajjan Kumar Singhanla
[Director]

Shalini Singhanla
[Director]

SINGHANIA BROTHERS LIMITED

CIN No. : L51909WB1982PLC035145

SEBI Regn No. : INB 031018935

2/10, Sarat Bose Road, Garden Apartment

Block - A, Kolkata- 700 020

Ph No.: 033 2454 6981

FORM NO. AOC.2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014):

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL
 - a) Name(s) of the related party and nature of relationship
 - b) Nature of contracts/arrangements/transactions
 - c) Duration of the contracts/arrangements/transactions
 - d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - e) Justification for entering into such contracts or arrangements or transactions
 - f) date(s) of approval by the Board
 - g) Amount paid as advances, if any:
 - h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis: NIL
 - a) Name(s) of the related party and nature of relationship
 - b) Nature of contracts/arrangements/transactions
 - c) Duration of the contracts/arrangements/transactions
 - d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 - e) Date(s) of approval by the Board, if any:
 - f) Amount paid as advances, if any:

For SINGHANIA BROTHERS LIMITED



Sajjan Kumar Singhania
Director



Shalini Singhania
Director

SINGHANIA BROTHERS LIMITED

Garden Apartment, Block-A

2/10, Sarat Bose Road

Kolkata- 700 020

Report on Corporate Governance

(As required by Clause 49 of Listing Agreement with the Stock Exchanges)

1. Company Philosophy on Corporate Governance

The Company upholds the core value of transparency, integrity and accountability in all facets of its operation and maintains the highest standards of corporate governance in its conduct toward the shareholders, customers, suppliers and the Government. The company believes that good corporate Governance practices enable the management to direct and control the affairs of the company in an efficient manner and to achieve the goal of maximizing value for all its stakeholders. It encompassed a set of system and practices to ensure that the company's affairs are managed in a manner which ensure accountability, transparency and fairness in all transactions. The essence of Corporate Governance lies in promoting and maintaining integrity, transparency and accountability in the management's higher echelons.

2. Board of Directors

The present strength of the Board of Directors is three, whose composition consists of One Non-Executive Directors and Two Executive Director.

Name of Director	Category	No. of Directorship held in other company	Committee Membership held in other companies	
			As Member	As Chairman
Sajjan Kumar Singhania	Executive Director	3	1	1
Bimla Devi Singhania	Executive Director	1	-	-
Shalini Singhania	Non-Executive Director	7	1	-

Relationship between directors inter-se:

1. Mr. Sajjan Kumar Singhania and Mrs. Bimla Devi Singhania are related to each other as Spouse.

The attendance of each Director on Board Meeting and the last Annual General Meeting (AGM) and also the number of other Board of Director of Board Committees of which he/she is member / chairman are as under

Name of Director	Board Meeting held during the year	Board Meeting attended during the year	Whether attended last AGM
Sajjan Kumar Singhania	11	11	Yes
Bimla Devi Singhania	11	11	Yes
Shalini Singhania	11	11	Yes

3. Audit Committee;

1. Composition:

Audit committee comprises of following Directors:

Sajjan Kumar Singhania	-	Chairman (Executive Director)
Bimla Devi Singhania	-	Member (Executive Director)
Shalini Singhania	-	Member (Executive Director)

The Audit Committee looks into the matter as the specifically referred to it by the Board of Director besides looking into the mandatory requirements of the Listing Agreement and provisions of section 177 of the Companies Act, 2013.

The Company Secretary act as secretary of the Audit committee for the meeting held during the year.

2. The term of reference stipulated by the board of Audit Committee in clause 49 of the listing Agreement are as follows:

- a. Oversight of the company's financial reporting process and the disclosure of its financial statement.
- b. Recommending the appointment and removal of external auditors, fixation of audit fees and also approval for payment for any other services.
- c. Reviewing with the management the Annual Financial Statements before submission to the board, focusing primarily on
 1. Any changes in accounting policies and practices.
 2. Major accounting entries based on exercise of judgment by the management.
 3. Qualifications in draft audit report.
 4. Significant adjustments arising out of audit
 5. The going concern assumption.
 6. Compliance with accounting standards.
 7. Compliance with stock exchange and legal requirements concerning financial statements.
 8. Any related party transaction i.e. transaction of the Company of material nature with promoters or the management, their subsidiaries or relatives, etc. that may have potential conflicts with the interests of the Company at large.
- d. Reviewing with the management, external and internal auditors, and the inadequacy of internal audit.
- e. Reviewing the adequacy of internal audit, reporting structure, coverage and frequency of internal audit.
- f. Discussion with external auditors before the audit commences, the nature and scope of audit as well as conducting post – audit discussion to ascertain any area of concern
- g. Reviewing the Company's financial and risk management policies.
- h. Looking into the reasons for substantial defaults in payments top depositors, shareholders (in case of non-payment of declared Dividend) and creditors.
- i. To investigate into any matter in relation to the items specified in Section 292A of the Companies Act 1956.

During the financial year ended 31st March, 2015 three Audit Committee Meetings were held on 20th April 2014, 10th November 2014 & 30st March 2015. The attendance record is as below:

<u>Name of Director</u>	<u>No. of Meetings</u>	<u>Meetings attended</u>
Sajjan Kr. Singhania	3	3
Bimla Devi Singhania	3	3
Shalini Singhania	3	3

4. **SHARE TRANSFER CUM INVESTORS GRIEVANCE COMMITTEE:**

The Company had a Transfer committee, constituted by the board, to approve inter-alia transfer/transmission of Equity shares. The Board of directors of the Company rechristened the share transfer committee as "Share Transfer- Cum – Investors Grievance committee" and the scope was expanded to include oversight and review off all matters connected with investors Grievances and redressal mechanism besides the functions of the share transfer approval, etc. The minutes of the committee meetings are placed at the board meeting from time to time.

The chairman of the Committee is Mr. Sajjan Kr. Singhania with Mrs. Shalini Singhania and Mrs. Bimla Devi Singhania as its Members.

5. **GENERAL BODY MEETINGS:**

Location and time where last three Annual General Meetings were held as under:

<u>Financial Year</u>	<u>Location of the Meeting</u>	<u>Date</u>	<u>Time</u>
2011-12	--do--	28 th September 2012	12.30 PM
2012-13	--do--	27 th September 2013	12.30 PM
2013-14	--do--	26 th September, 2014	12.30 PM

All the resolutions set out in the respective notices were passed by the members. There were no resolutions put through postal ballot last year.

6. **DISCLOSURES:**

(a) Disclosures on materially significantly related party transactions i.e. transactions of the Company of material nature, with its promoters, the directors or the management, that may have potential conflicts with the interests of the Company at large.

None, which require separate disclosure.

(b) Details of non- compliance by the company, penalties, and strictures imposed on the Company on the stock exchange or SEBI or any statutory authority, on any matter related to capital markets.

None.

7. **MEANS OF COMMUNICATION:**

(a) Half yearly Report sent to each shareholders

Yes

(b) Quarterly Results

Quarterly results are taken on records by the Board of Directors as per Requirements of the listing Agreements.

Newspapers normally Published in

Financial Express

8. GENERAL SHAREHOLDERS INFORMATION:

i) Annual General Meeting

Date and Time : 28.09.2015 at 12.30 PM
 Venue : Registered Office of the Company at
 2/10 Sarat Bose Road, Kolkata - 700020

ii) Book Closure Date(s) : 24.09.2015 to 26.08.2015
 (Both days inclusive)

iii) Listing of Equity Shares on Stock Exchanges:

Calcutta Stock Exchange
 Association Ltd. (CSE), 7, Lyons
 range, Kolkata 700 001

iv) Financial Calendar:

i. First Quarter Results : End of June, 2014
 ii. Second Quarter Results : End of September, 2014
 iii. Third Quarter Results : End of December, 2014
 iv. Financial Results for the
 Year ending March 31 : End of March, 2015

v) Dividend Payment Date : N.A..
 vi) Registered Office : Garden Apartment, Block - A
 2/10 Sarat Bose Road,
 Kolkata - 700 020

9. Stock Code :

Stock Exchange	Stock Code
The Calcutta Stock Exchange Association Ltd.	153

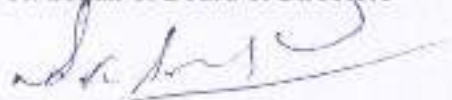
10. Distribution of Shareholding as on 31st March, 2015:

No. of Shares		No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholdings
From	To				
1	500	514	76.95	119712	9.77
501	1000	90	90	90000	7.35
1001	2000	1	0.15	2000	0.16
2001	3000	--	--	--	--
3001	4000	--	--	--	--
4001	5000	40	5.99	--	16.33
5001	10000	13	1.94	200000	10.25
10001	30000	4	0.60	125500	5.71
30001	50000	--	--	--	--
50001	100000	3	0.45	195884	15.99
100001	& above	3	0.45	421940	34.44

11. Registrar and Transfer agents : NICHE Technologies Pvt. Ltd.
71 B.R.B Basu Road, Kolkata- 700 001
12. Dematerialisation of Shares and Liquidity: None of the shares are dematerialized
Up to 31st March, 2015
13. Address for Correspondence : **SINGHANIA BROTHERS LIMITED**
Garden Apartment, Block -A
2/10 Sarat Bose Road,
Kolkata – 700 020.

Kolkata
Date- 1st Day of September, 2015.

On behalf of Board of Directors



Sajjan Kumar Singhania
(Director)

S.C. SWAIKA & CO.

Chartered Accountants

30/1 S.M. Ali Road, Barrackpore

Kolkata - 700 120

CORPORATE GOVERNANCE CERTIFICATE

To The Members,

M/s. Singhanian Brothers Limited

We have examined the compliance of conditions of Corporate Governance by **M/s. SINGHANIAN BROTHERS LIMITED**, for the year ended on 31st March 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

We state that such compliance is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Swaika



Place : Kolkata

Dated: 1st day of September, 2014.

CA. S.C. Swaika
Proprietor
Membership No. 53694
For S. C. SWAIKA & CO,
Chartered Accountants
Firm Registration No. 322137E

SINGHANIA BROTHERS LIMITED

Garden Apartment, Block – A

2/10 Sarat Bose Road

Kolkata – 700 020

Schedule to the Balance Sheet of a Non-Banking Financial Company for the year ended 31st March, 2015,
As required in terms of paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank)
Directions, 1988

Particulars	(Rupees in Lakh)	
	Amount Outstanding	Amount Overdue
LIABILITIES SIDE		
1) Loans and advances availed by the NBFC's inclusive of interest accrued there on but not paid :		
(a) Debentures		
Secured	Nil	Nil
Unsecured	Nil	Nil
(Other than failing within the meaning of public deposits)		
(b) Deferred Credits	Nil	Nil
(c) Terms Loans	Nil	Nil
(d) Inter Corporate Loan and borrowing	Nil	Nil
(e) Commercial Paper	Nil	Nil
(f) Public Deposits	Nil	Nil
(g) Other Loan (Secured & Unsecured loans as per annexed "Note - 4" of Annual Accounts.	30.11	Nil
2) Break-up of (1) (f) above (outstanding / deposits inclusive of interest accrued thereon but not paid)		
(a) In the form of unsecured debentures	Nil	Nil
(b) In the form of partly secured debentures i.e. debentures	Nil	Nil
(c) Where there is a shortfall in the value of security	Nil	Nil
(d) Other public deposits	Nil	Nil

Particulars	(Rupees in Lakh)
	Amount Outstanding
ASSETS SIDE	
3) Breakup of Loans and Advances including bills receivable (other than those included in (4) below :	
(a) Secured	Nil
(b) Unsecured (Deposit with NSE, other exchanges and Advances to Govt. Authorities including Income Tax etc. As per note - 10, 12, 14 and 15 of Annual Accounts.	20.39

4) Breakup of Leased assets and stock on hire and hypothecation loans counting towards EL/HP activities

(i) Lease Assets including lease rentals under sundry debtors:	
(a) Financial Lease	Nil
(b) Operating Lease	Nil
(ii) Stock on including hire charges under Sundry Debtors:	
(a) Assets on Hire	Nil
(b) Repossessed Assets	Nil
(iii) Hypothecation Loans counting towards EL/HP activities :	
(a) Loans where assets have been repossessed	Nil
(b) Loans other than (a) above	Nil

5) Breakup of Investments :

Current Investments:

(1) Quoted	
(i) Shares	
(a) Equity (Stock-in-trade as per note - 11 of Annual Accounts).	Nil
(b) Preference	Nil
(ii) Debenture and Bonds (as per annexed note - 9 of Annual Accounts)	Nil
(iii) Units of Mutual Funds	Nil
(iv) Government Securities	Nil
(v) Others (please specify)	Nil
(2) Unquoted	
(i) Shares	
(a) Equity	39.78
(b) Preference	Nil
(ii) Debenture and Bonds	Nil
(iii) Units of Mutual Funds	Nil
(iv) Government Securities	Nil
(v) Others (please specify)	Nil

Long term Investments:

Quoted

(i) Shares	
(a) Equity	Nil
(b) Preference	Nil
(ii) Debenture and Bonds	Nil
(iii) Units of Mutual Funds	Nil
(iv) Government Securities	Nil
(v) Others (please specify)	Nil

Unquoted

(i) Shares	
(a) Equity	Nil
(b) Preference	Nil
(ii) Debenture and Bonds	Nil
(iii) Units of Mutual Funds	Nil
(iv) Government Securities	Nil
(v) Others (please specify)	Nil

6) Borrower group wise classification of all leased assets, stock on hire and loans and advances :

Category	Amount net of provision		
	Secured	Unsecured	Total
1. Related Parties	Nil	Nil	Nil
(a) Subsidiaries	Nil	Nil	Nil
(b) Companies in the same group	Nil	Nil	Nil
(c) Other related parties	Nil	Nil	Nil
2. Other than related parties	Nil	Nil	Nil
Total	Nil	Nil	Nil

7. Investor group wise classification of all investments (current and long term) in shares and securities

Category	Market Value/ Breakup or Fair Value or NAV	Book Value (Net of Provisions)
1. Related Parties	Nil	Nil
(a) Subsidiaries	Nil	Nil
(b) Companies in the same group	Nil	Nil
(c) Other related parties	Nil	Nil
2. Other than related parties	Nil	Nil
Total	Nil	Nil

Other Information

8. Particulars	Amount
(i) Gross Non Performing Assets	Nil
(a) Related Non-performing assets	Nil
(b) Other than related Parties	Nil
(ii) Net Non-performing Assets	Nil
(a) Related Parties	Nil
(b) Other than related Parties	Nil
(iii) Assets acquired satisfaction of debt	Nil

Notes:

1. As defined in Paragraph 2(1) (xii) of Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1988.
2. Provisioning norms shall be applicable as prescribed in the Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1988.
3. All accounting Standards and Guidance Notes issued by the Institute of Chartered Accountants of India are applicable including for valuation of investments and other assets as also acquired in satisfaction of debt. However investments should be disclosed irrespective of whether they are classified as long term or current in column (5) above.



Place : Kolkata

Dated: 1st day of September, 2014.

Swaika

CA. S.C. Swaika
Proprietor

Membership No. 53694
For S. C. SWAIKA & CO.
Chartered Accountants
Firm Registration No. 322137E

INDEPENDENT AUDITOR'S
REPORT

To the Members of M/s. **POMPT CORPORATE SERVICES LIMITED**

Report on the Financial Statements

We have audited the accompanying standalone financial statement of M/s. **SINGHANIA BROTHERS LIMITED** ("the Company"), which comprises the Balance Sheet as at 31st March 2015 and the statement of Profit and Loss for the year ended, and a summary of significant accounting policies.

Management's Responsibility for the Financial Statements

The company Board of Director of the company is responsible for the matter stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these standalone financial statements that give a true and fair views of the financial position, financial performance of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the companies (Accounts) Rules, 2014. This responsibility is also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities, selection and application of appropriate accounting policies; making judgment and estimate that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring and fair view and are free from material misstatement, whether due to fraud or error.

Auditor Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provision of the Act and the Rules, made there under. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amount and disclosure in the financial statements. The procedures select depend on the auditors' judgment, including the assessment of the risk of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessment, the auditor consider internal financial control relevant to the company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstance but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial control system over financial reporting and effectiveness of such control. An Audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanation given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a. In the case of the Balance sheet, of the state of affairs of the Company as at 31st March, 2015.
- b. In the case of the Statement of Profit and Loss, of the Performance for the year ended on that date.

Report on Other Legal and Regulatory Requirements:

1. As required by the Companies (Auditor's Report) Order, 2015 ("the order") issued by the Central Government of India in term of sub-section (11) of section 143 of the Act, we give in the Annexure, a statement on the matter specified in paragraphs 3 and 4 of the order.
2. As per section 143 (3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit;



- b. In our opinion proper books of account as required by law have been kept by the company so far as it appears from our examination of those books;
- c. The Balance Sheet, Statement of Profit and Loss, and cash flow statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standard specified under section 133 of the Act read with rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2015, from being appointed as a director in term of section 164(2) of the Act.
- f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Accounts) Rules, 2014 in our opinion and to the best of our information and according to the explanations given to us:
- i. The company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

For S.C. SWAIKA & CO.
Chartered Accountants
FRN: 322137E

S. Swaika

(CA. S.C. Swaika)
Proprietor
Membership No. 53694



Place of Signature: Kolkata
Date: 1st day of September, 2015

Annexure refer to the Independent Auditor's Report

(Referred to Para 1 of the section on "Report on other legal and regulatory requirements" of our reports of even date)

- i. In respect of its fixed assets:
 - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
 - b. As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification
- ii. In respect of its inventories:
 - a. The inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
 - b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c. The Company has maintained proper records of inventories. As per the information and explanation given to us, no material discrepancies were noticed on physical verification.
- iii. The Company has not granted any loan, secured or unsecured, to companies, firm or other parties covered in the Register of member maintained under section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company has an adequate internal control system commensurate with its size and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in such internal control system.



- v. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of Clause (v) of paragraph 3 of the CARO 2015 are not applicable to the Company.
- vi. In respect of statutory dues:
- a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2015 for a period of more than six months from the date of becoming payable.
- b. According to records of company, there are no dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute.
- c. According to the records of the Company, there are no amounts that are due to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder has been transferred to such fund within time.
- vii. The Company does not have accumulated losses at the end of the financial year. The Company has not incurred cash losses during the financial year covered by the audit and in the immediately preceding financial year.
- viii. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks and debenture holders.
- ix. According to the information and explanation given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.



S.C. SWAIKA & CO.

Chartered Accountants

30/1 S.M. Ali Road, Barrackpore

Kolkata - 700 120

- x. The Company did not have any term loans outstanding during the year.
- xi. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For S.C. SWAIKA & CO.

Chartered Accountants

FRN: 322137E

Swaika

(CA. S.C. Swaika)

Proprietor

Membership No. 53694



Place of Signature: Kolkata

Date: 25th August, 2015

BALANCE SHEET AS AT 31st MARCH 2015

	Notes	As at 31st March 2015	As at 31st March 2014
		In Rs.	In Rs.
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	12,250,360	12,250,360
Reserves and Surplus	3	73,857,401	72,682,167
		86,107,761	84,932,547
Current Liabilities			
Short Term Borrowings	4	3,011,521	675,711
Other Current Liabilities	5	230,304	190,194
Short Term provisions	6	2,976,129	2,570,513
		6,217,954	3,436,418
TOTAL		92,325,715	88,368,965
ASSETS			
Non current Assets			
Tangible Assets	7	296,983	708,755
Non Current Investment	8	3,978,071	3,978,071
Long-term Loans and Advances	9	2,023,031	2,194,196
		6,298,085	6,881,022
Current Assets			
Inventories	10	40,369,663	55,711,004
Trade Receivables	11	-	21,000,000
Cash and Bank balances	12	3,662,769	3,125,986
Short Term Loans and Advances	13	41,975,179	1,650,953
		86,027,630	81,487,943
TOTAL		92,325,715	88,368,965
Significant Accounting Policies	1		
The accompanying notes are an integral part of the financial statements.	1 to 24		

This is the Balance Sheet referred to in our report of even date.

As per our report of even date
For S.C. SWAIKA CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. : 322137E

For and on behalf of the Board of Directors of Singhania Brothers Ltd.

Swaika



(CA. Subhash Chandra Swaika)
Proprietor
Membership Number : 53894

Sejjan Kumar Singhania

Sejjan kumar Singhania
[Director]

Shalini Singhania

Shalini Singhania
[Director]

Place: Kolkata
Date: 01/09/2015

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2015

	Notes	As at 31st March 2015	As at 31st March 2014
		In Rs.	In Rs.
Income:			
Revenue from Operations (net)	14	243,940,451	144,754,108
Other Income	15	1,012,903	545,689
Total Revenue (I)		244,953,354	145,309,991
Expenses:			
Purchases of Stock in Trade	16	225,018,190	187,853,512
Change in Inventories of Stock in Trade	17	15,341,341	-54,430,338
Employee Benefit Expenses	18	1,078,849	1,021,797
Finance Costs	19	11,044	16,947
Depreciation and Amortisation expense	7	173,609	125,015
Other Expenses	20	1,203,863	910,427
Total expenses (II)		242,824,696	135,527,362
Profit before exceptional & extraordinary items and tax (I-II)		2,128,658	9,782,629
Tax expense			
Income Tax pertaining to earlier years		-	-
Current Tax		405,616	1,617,700
Less: Mat Credit entitlement		271,165	-
Deferred Tax		-	-
Total tax expense		676,781	1,617,700
Profit / (Loss) for the period		1,451,877	7,954,929
Earnings per equity share:			
(1) Basic		1.19	6.50
(2) Diluted		1.19	6.50
The accompanying notes are an integral part of the Financial Statements.		1 to 24	

This is the Profit and Loss Account referred to in our report of even date.

As per our report of even date
For S.C. SWAIKA CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. : 322137E

For and on behalf of the Board of Directors of Singhania Brothers Ltd,

Signature

(CA. Subhash Chandra Swaika)
Proprietor
Membership Number : 53554

Place: Kolkata
Date: 01/09/2015



Signature
Sajjan Kumar Singhanis
[Director]

Signature

Shalini Singhanis
[Director]

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2015

		As at 31st March 2015	As at 31st March 2014
		In Rs.	In Rs.
Cash flow from operating activities			
Profit before tax		2,128,668	9,782,629
Adjustments for:			
Depreciation and amortisation expense		173,608	128,918
Interest Income		(974,301)	(453,629)
Dividend		(38,597)	(90,098)
Interest Paid		11,044	16,947
Operating Profit before Working Capital changes:		1,300,413	9,380,864
Movements in working capital			
(Increase)/Decrease in Inventories		15,341,341	(54,430,336)
(Increase)/Decrease in Trade Receivables		21,000,000	8,154,433
(Increase)/Decrease in Short term loan & Advances		(40,324,220)	(179,212)
Increase/(Decrease) in Trade Payable		-	(122,970)
Increase/(Decrease) in Current Liabilities		40,110	584
Increase/(Decrease) in Provisions		405,616	1,817,700
		(2,236,746)	(37,376,937)
Tax Paid/Refund		(676,781)	(1,817,700)
Net cash flow from / (used in) operating activities	(A)	(2,913,527)	(35,196,637)
Cash flow from investing activities			
Interest Income from TML		974,301	453,629
Purchase of Fixed Assets		(38,500)	-
Sale of investment		-	38,400,700
Dividend		38,597	90,098
Net cash flow from / (used in) investing activities	(B)	974,398	37,043,427
Cash flow from financing activities			
Proceeds from issuance of equity shares		-	-
Proceeds from Short Term Borrowings		2,335,910	588,292
Interest Paid		(11,044)	(16,947)
long term loan and advances		171,165	-
Net Cash flow from/(used in) Financing activities	(C)	2,495,931	569,345
Net increase / (decrease) in cash and cash equivalents	(A+B+C)	558,802	(1,583,865)
Cash and cash equivalents at the beginning of the year		3,125,988	4,709,851
Cash and cash equivalents at the end of the year		3,682,788	3,125,986

The above cash flow has been prepared under the Indirect Method as set out in the Accounting Standard - 3, on 'Cash Flow Statements' as notified by the Companies (Accounting Standards) Amendment Rules 2009.

Previous year's figures have been rearranged / regrouped in conformity with those of the current year.

This is the Cash Flow Statement referred to in our report of even date.
The accompanying notes are an integral part of the financial statements.

As per our report of even date
For S.C. SWAIKA CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. : 322137E

(CA. Subhash Chandra Swaika)
Proprietor
Membership Number : 53694

Place: Kolkata
Date: 01/09/2015



For and on behalf of the Board of Directors of Singhania Brothers Ltd.

Sejan Kumar Singhania
[Director]

Shalini Singhania

Shalini Singhania
[Director]

NOTE TO FINANCIAL STATEMENT AS AT 31st MARCH 2015

1. CORPORATE INFORMATION

M/s. Singhania Brothers Limited is a Non-Deposit Accepting, Non-Banking Finance company ("NBFC"), holding a certificate of Registration from Reserve Bank of India, domiciled in India and incorporated under the provision of Companies Act, 2013 on August, 04, 1982 as Limited company. The Company is engaged in the business of trading of shares.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation of financial statements:

(i) The financial statement of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepare these financial statements to comply in all material respects with the accounting standard notified under section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules, 2011. The financial statement have been prepared on an accrual basis under the historical cost convention.

(ii) The accounting policies, adopted in the preparation of financials statements are , except when disclosed otherwise, consistent with those used in the previous years.

2.2 Use of estimates:

The preparation of financial statement in conformity with generally accepted accounting principles (GAAP) require management to make estimate and assumptions that affect the reported amount of the assets and liabilities, the disclosure of contingent liabilities on the date of the financial statement and reported amount of income and expenditure during the year. Although these estimate are based upon management best knowledge of the current event and actions, actual results could differ from these estimates. Any revision to the accounting estimates is recognised prospectively in the current and future years.

2.3 Tangible Assets:

Tangible fixed Assets are stated at cost less accumulated depreciation/ amortisation and impairment losses, if any. The cost comprises the purchase price and any attributable costs of bringing the asset to its working condition for its intended use. Any trade discount and rebate are deducted in arriving at the purchase price.

Gains and losses arising from derecognition of tangible fixed assets is measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of the profit and loss when the assets is derecognised.

2.4 Impairment of Assets:

(i) To provide for impairment loss,if any, to the extent, the carrying amount of assets exceed their recoverable amount. Recoverable amount is higher of an assets net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the counting use of an assets and from its disposal at the end of its useful life.

(ii) Impairment losses recognized in prior years are revised when there is an indication that the impairment losses recognized no longer exist or have decreased. Such reversals are recognized as an increased in the carrying amount of assets to the extent that it does not exceed the carrying amounts that would have ben determined (net of amortization or depreciation) had no impairment loss been recognized in previous year.

2.5 Depreciation:

Depreciation is provided using the straight line method as per the useful life of the assets estimated by the management as follows

Sl. No.	Particulars	Useful Lives
1.	Motor Car	8 year
2.	Furniture and Fixtures	10 year
3.	Air Conditioners	5 year

Till the year ended 31 March 2014, depreciation rate prescribed under schedule XIV were traeted as minimum rate and the company was not allowed to charge depreciation as lower rate even if such lower rate were justified by the estimated useful life of the assets. From the current year Schedule VI has been replaced by Schedule II to the Companies Act, 2013. Schedule II to the Companies Act, 2013 prescribes useful lives for fixed assets which, in many cases, are different from lives prescribed under the erstwile Schedule XIV. However, Schedule II allows Companies to use higher/lower useful lives and residual values if such useful lives and residual values can be technically supported and justification for difference is disclosed in the financial statement.

Considering the applicability of Schedule II, the management has reestimated the useful lives and residual value of all its fixed assets. The management believes that the depreciation rates currently used fairly reflect its estimate of the useful lives and residual value of the fixed assets, though these rate in certain case are different from the lives prescribed under Schedule II. As a result of change in the estimated useful life the profit before taxes for the current year is lower by Rs. 61,572/-



NOTE TO FINANCIAL STATEMENT AS AT 31st MARCH 2015

2.6 Investments:

Investment that are readily realisable and intended to be held for not more than a year are classified as current investment. All other investment are classified as long-term investment. On initial recognition, all investment are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

2.7 Inventories:

Closing Stocks has been valued at cost or market value whichever is lower.

2.8 Revenue Recognition:

Revenue is recognised to the extent that it is probable that the economic benefit will flow to the company and the revenue can be

Sale of Shares:

Revenue from sale of shares is recognised when significant risk and rewards of ownership are passed to the buyer.

Interest:

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest income

Dividend:

Revenue is recognised when the Company's right as a shareholder/unit holder to receive payment is established by the reporting

2.9 Employee Benefits:

- (i) To make regular monthly contribution to various Provident Funds which are in the nature of defined contribution schemes and such
- (ii) To administer through duly constituted and approved Pension Fund which are in the nature of defined benefit/ contribution schemes. To determine the liabilities toward such scheme, as applicable and toward employee leave encashment by an independent actuarial valuation as per the requirement of Accounting Standard-15 on "Employee Benefits". To determine the actuarial gain or losses and to recognize such gain or losses immediately in statement of Profit and loss as income or expenses.

2.10 Taxes On Income:

Provision of Current Tax is made in accordance with the Income Tax Act, 1961.

2.11 Provisions, Earning Per Shares and Contingent Liabilities :

- (i) A provision is recognized when there is a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made.
- (ii) The earning considered in ascertaining the company's Earning Per Shares comprises net profit after tax. The number of shares (nominal value of Rs 10/- each) used in the computing Basic Earning Per shares is the weighted average number of shares outstanding during the year.
- (iii) Disclosure is made by way of notes for possible or present obligations that may, but probably will not, require outflow of resources as Contingent Liability.



Director

Director

NOTES TO FINANCIAL STATEMENTS AS AT 31st MARCH 2016

	As at 31.03.2016 In Rs.	As at 31.03.2014 In Rs.
2. Share Capital		
Authorised shares 1,04,54,000 (Previous year : 1,04,54,000 Equity shares of Rs. 10/- each)	104,540,000	104,540,000
Issued, Subscribed and Fully paid-up shares 12,25,036 (Previous year : 12,25,036) Equity shares of Rs. 10/- each, fully paid.	12,250,360	12,250,360
	12,250,360	12,250,360

2.1 Reconciliation of shares outstanding at the beginning and at the end of the reporting period :

	As at 31.03.2016		As at 31.03.2014	
	No.	In Rs.	No.	In Rs.
Equity Shares				
At the beginning of the period	1,225,036	12,250,360	1,225,036	12,250,360
Issued during the period	-	-	-	-
Outstanding at the end of the period	1,225,036	12,250,360	1,225,036	12,250,360

2.2 Details of Shareholders holding more than 5% shares in the company.

	As at 31.03.2016		As at 31.03.2014	
	No.	% Holding	No.	% Holding
Equity Shares				
Bimla Devi Singhania	182,440	14.89	182,440	14.89
TOTCO Business P Ltd	70,000	5.71	70,000	5.71
Singhanian Estate P Ltd	75,884	6.19	75,884	6.19
Nandlal Singhania & Sons	819,500	50.57	819,500	50.57
others	277,212	22.63	277,212	22.63
	1,225,036		1,225,036	

2.3 Terms/ Rights attached to Equity Shares

- The Company has only one class of equity shares having a par value of Re 10/- per share. In the event of the liquidation of the company the holders of the equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amount. The distribution will in proportion to the number of equity shares held by the shareholders.
- There has been no change/movements in number of shares outstanding at the beginning and at the end of the above period.
- The company is not a holding company.
- No shares have been reserved for issue under option and contract/ commitments for the sale of shares/ disinvestment at the Balance
- No shares have been allotted or has been brought back by the company during the period of 5 year preceding the date as at which the Balance sheet is prepared.
- No convertible securities has been issued by the company during the year.
- No call are unpaid by any Director and Officer of the company during the year

Director

Director

NOTES TO FINANCIAL STATEMENTS AS AT 31st MARCH 2015

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
2. Share Capital		
Authorised shares 1,04,54,000 (Previous year :1,04,54,000 Equity shares of Rs. 10/- each)	104,540,000	104,540,000
Issued, Subscribed and Fully paid-up shares 12,25,036 (Previous year : 12,25,036) Equity shares of Rs. 10/- each, fully paid.	12,250,360	12,250,360
	12,250,360	12,250,360

2.1 Reconciliation of shares outstanding at the beginning and at the end of the reporting period :

	As at 31.03.2015		As at 31.03.2014	
	No.	In Rs.	No.	In Rs.
Equity Shares				
At the beginning of the period	1,225,036	12,250,360	1,225,036	12,250,360
Issued during the period	-	-	-	-
Outstanding at the end of the period	1,225,036	12,250,360	1,225,036	12,250,360

2.2 Details of Shareholders holding more than 5% shares in the company.

	As at 31.03.2015		As at 31.03.2014	
	No.	% Holding	No.	% Holding
Equity Shares				
Bimla Devi Singhania	182,440	14.89	182,440	14.89
TOTCO Business P Ltd	70,000	5.71	70,000	5.71
Singhania Estate P Ltd	75,884	6.19	75,884	6.19
others	896,712	73.20	896,712	73.20
	1,225,036		1,225,036	

2.3 Terms/ Rights attached to Equity Shares

- The Company has only one class of equity shares having a par value of Re 10/- per share. In the event of the liquidation of the company the holders of the equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amount. The distribution will in proportion to the number of equity shares held by the shareholders.
- There has been no change/movements in number of shares outstanding at the beginning and at the end of the above period.
- The company is not a holding company.
- No shares have been reserved for issue under option and contract/ commitments for the sale of shares/ disinvestment at the Balance sheet.
- No shares have been allotted or has been brought back by the company during the period of 5 year preceding the date as at which the Balance sheet is prepared.
- No convertible securities has been issued by the company during the year.
- No call are unpaid by any Director and Officer of the company during the year.



Director

Director

NOTES TO FINANCIAL STATEMENTS AS AT 31st MARCH 2015

	Para	As at 31.03.2015	As at 31.03.2014
		In Rs.	In Rs.
3. Reserve and Surplus			
3.1 General Reserve			
Balance as per last Financial Statements		39,411,486	39,411,486
Add: Transferred from Profit & Loss Account		-	-
Less: Adjustment of useful life of assets		276,683	-
Less: Transfer to Special Reserve Account.		14,536,437	-
	A	24,698,366	39,411,486
3.2 Special Reserve Account			
Opening Balance		-	-
Add: Transfer from General Reserve during the year.		14,536,437	-
Add: Transfer from Profit and loss account.		290,376	-
	B	14,826,812	-
3.2 Surplus/ (Deficit) in the Statement of Profit and Loss			
Balance as per last Financial Statements		33,270,701	23,464,286
Profit / (Loss) for the year		1,451,877	7,964,929
		34,722,578	31,429,215
Add: MAT Credit Entitlement A/c (2013-14)		-	1,841,486
Less: Appropriation			
Transferred to Special Reserve		290,375	-
Transferred to General Reserve		-	-
Net Surplus / (Deficit) in the statement of Profit and Loss	C	34,432,203	33,270,701
Total Reserves and Surplus	A+B+C	73,857,401	72,682,187

Note:

- a. Rs. 14536437 transfer from General Reserve to Special Reserve Account, in compliance of section 45-IC of the Reserve Bank of India Act, 1934, being 20% of the profit after tax for all the previous years, which is transfer to General Reserve instead of Special Reserve.
- b. Rs. 282761 transfer to Special Reserve account as prescribed under sec 45-IC of the Reserve Bank of India Act, 1934, Being 20% of the profit after tax.

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
4. Short Term Borrowings		
Bank Over draft	-	586,292.00
(Due to excess issue of cheque)		
Other Short term borrowing (from others)	3,011,521	89,419
	3,011,521.00	675,711.00

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
5. Other Current Liability		
Electricity Expenses Payable	6,979	3,660
Audit Fee Payable	35,600	16,500
Depository Expenses Payable	50,423	34,052
Other Expenses Payable	136,402	136,952
	230,304	190,194

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
6. Short Term Provisions		
Provision for Income Tax	2,962,026	2,556,410
Provision for FBT	14,103	14,103
	2,976,129	2,570,513



Director

Director

NOTES TO FINANCIAL STATEMENTS AS AT 31st MARCH 2015

7. Tangible Fixed Assets:

Particulars	Gross Block				Depreciation			Net Book Value	
	As at 31st March 2014	Additions	Withdrawals and Adjustments	For the year ended 31.03.2015	For the year ended 31.03.2014	For the year ended 31.03.2015	Adjustment of Useful life	As at 31st March 2015	As at 31st March 2014
Motor Car	2,516,397	-	-	2,516,397	1,812,477	157,445	272,992	273,483	703,920
Furniture and Fixtures	7,250	-	-	7,250	6,911	-	-	339	339
Air Conditioner	16,500	38,500	-	55,000	12,004	15,154	3,671	23,161	4,495
Total	2,540,147	38,500	-	2,578,647	1,831,392	173,609	276,663	296,983	708,755
Previous Year	2,540,147	-	-	2,540,147	1,703,377	125,015	-	708,755	833,770

Director

Director



NOTES TO FINANCIAL STATEMENTS AS AT 31st MARCH 2015

		As at 31.03.2015	As at 31.03.2014
		In Rs.	In Rs.
8. Non Current Investment			
Calcutta Stock Exchange Association Limited		200,000	200,000
TOTCO Business Private Limited		8,241	8,241
Singhania Estates Private Limited		769,830	769,830
Mandal Project Private Limited		3,000,000	3,000,000
		3,978,071	3,978,071
		As at 31.03.2015	As at 31.03.2014
		In Rs.	In Rs.
9. Long Term Loan & Advances			
Security Deposits (Unsecured, considered good)			
Rent Deposit		348,000	348,000
Deposit with Eureka Stock & Share Broking Services Limited		3,000	3,000
Electricity Deposit		1,710	1,710
Deposit with BSE		100,000	-
	A	452,710	352,710
Other Loan and Advances			
Mat Credit entitlement		1,841,485	1,841,485
Less: Mat credit utilised during the year		271,165	-
	B	1,570,321	1,841,485
	(A+B)	2,023,031	2,194,195
	Total		
		As at 31.03.2015	As at 31.03.2014
		In Rs.	In Rs.
10. Inventory			
(Valued at Cost)			
Stock as taken, valued and certified by the Management			
	No. of shares		
	As at 31.03.2015	As at 31.03.2014	
GRUH EQ	141,250		32,487,500
ELECSTEEL EQ	15,130	25,000	173,995
HINDENGG EQ	753	753	625,645
MOHANMEAK EQ	73	73	2,263
POWERGRID EQ	20,000	20,000	3,000,000
RELJUTE EQ	26	26	260
SUNPHARMA EQ	6,800		4,080,000
CAIRN EQ	-	4,000	-
DLF EQ	-	14,000	-
HDIL EQ	-	64,000	-
HEROMOTOCO EQ	-	2,000	-
JSW P2	-	60	-
L&TFH EQ	-	28,000	-
NHPC LTD EQ	-	146,828	-
PAGEIND EQ	-	3,500	-
PETRONET EQ	-	8,800	-
RPOWER EQ	-	114,000	-
TATAPOWER EQ	-	20,000	-
			40,368,663
			55,711,004



Director

Director

NOTES TO FINANCIAL STATEMENTS AS AT 31st MARCH 2015

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
11. Trade Receivables		
Outstanding for a period exceeding six Unsecured - considered good	-	21,000,000
	-	21,000,000

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
12. Cash and Bank Balances		
Cash and Cash Equivalents:		
In current accounts	597,887	-
Cash on hand	82,904	113,336
Other bank balances		
Deposits with original maturity of more than 12 months	3,000,000	3,000,000
Interest accrued but not due	1,997	12,650
	3,682,788	3,125,986

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
13. Short Term Loan and Advances		
(Unsecured considered good)		
Advance Income Tax	2,767,601	520,659
Income Tax Refundable	187,502	187,502
TDS	1,038,663	942,762
Capital Advances	37,981,413	-
	41,975,179	1,650,953

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
14. Revenue from Operation		
Sale of Shares		
	241,021,531	134,147,592
Long Term Profit on sale of Units	-	9,674,970
Short term profit on sales of Units	-	941,546
Speculation profit	2,918,920	-
	243,940,451	144,764,108

Director



Director

NOTES TO FINANCIAL STATEMENTS AS AT 31st MARCH 2015

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
15. Other Income		
Dividend	36,597	90,098
Other Non Operating Income:		
Liability no longer required written back	-	2,000
Miscellaneous Receipts	5	156
Interest Received (Gross)	974,301	453,629
(TDS Rs. 95901/-, previous year 29212/-)		
	1,012,903	545,883

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
16. Purchases of stock in trade		
Purchase of Shares / Mutual Fund	225,016,190	187,883,512
	225,016,190	187,883,512

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
17. Change in Inventories of stock in trade		
Shares / Mutual Fund		
Inventories at the beginning of the year	55,711,004	1,280,668
Less : Inventories at the end of the year	40,369,663	55,711,004
	15,341,341	-54,430,336

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
18. Employee Benefit Expenses		
Salaries & Wages	1,076,649	1,021,797
	1,076,649	1,021,797

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
19. Finance Cost		
Interest to Bank	7,588	453
Interest paid to other	3,456	16,494
	11,044	16,947

Director



Director

NOTES TO FINANCIAL STATEMENTS AS AT 31st MARCH 2015

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
20. Other Expenses		
Electricity Charges	54,596	27,986
Rent	354,072	353,658
Motor Car Expenses	102,307	71,061
Insurance on Motor Car	19,588	11,005
<u>Miscellaneous Expenses :</u>		
Director Remuneration	640,000	300,000
Depository Charges	57,184	40,823
Office maintenance Expenses	35,983	37,094
Auditor's Remuneration	20,000	16,500
Filing Fees	7,984	10,970
Legal Charges	4,600	4,800
Advertisement	4,000	-
Telephone Expenses	2,640	2,427
printing & stationery		776
Courier Charge	696	1,276
Bank Charges	253	84
Traveling & Conveyance	120	14
Company Registrar Expenses	-	68
Transaction charges	-	200
Securities Transaction Tax	-	31,687
	1,203,863	910,427

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
20(1). Payment to Auditors		
Audit fee	15,000	16,500
Tax audit fee	5,000	-
In other capacity :		
Taxation matters	-	-
Company law matters	-	-
	20,000	16,500



Director

Director

NOTES TO FINANCIAL STATEMENTS AS AT 31st MARCH 2015

21. Related Party Disclosures

information in accordance with the requirements of Accounting Standard-18 on Related Party Disclosure by the Institute of Chartered Accountants of India:

List of Related Parties where control exists and related party with whom transactions have taken place & relationships:

Name of Related Party	Relationship
Smt. Bimla Devi Singhania	Key Managerial Personnel
Smt. Shalini Singhania	Key Managerial Personnel
Shri Sejan Kumar Singhania	Key Managerial Personnel
Prompt Corporate Service Limited	Key Managerial Personnel
Prompt Commodities Limited	Enterprises over which Key Managerial personnel are able to exercise significant influence.
Singhania Estate Private Limited	
Mandal Projects Private Limited	
Totasa Business Private Limited	
Vijaylakshmi Properties Private Limited	
Techno city Properties Private Limited	

Name of Related Party	Nature of Transactions	As at 31.03.2015	As at 31.03.2014
		In Rs.	In Rs.
Shri Anand Krishna Singhania	Rent		
Smt. Shalini Singhania	Director Remuneration	174,000	174,000
Shri Sejan Kumar Singhania	Director Remuneration	240,000	190,000
Smt. Bimla Devi Singhania	Rent	300,000	120,000
		174,000	174,000

	As at 31.03.2015	As at 31.03.2014
	In Rs.	In Rs.
22. Earning Per Share (EPS)		
i. Net Profit after Tax as per statement of Profit & Loss attributable to equity shareholders (Amount in Rs.)	1,451,877	7,984,928
ii. Weighted average no. of equity shares used as denominator for calculating EPS	1,225,038	1,225,038
iii. Basic & Diluted Earning per share	1.19	6.50
iv. Face Value per equity share	10	10

23. Provision has not been made for liability towards retirement benefits to employees as prescribed in Accounting Standard-15 "Accounting for Retirement Benefits in the financial statement of Employer" issued by the Institute of Chartered Accountants of India. The amount towards such liabilities remain unascertained. In the opinion of the management, the company does not have such number of employees which may give rise to a substantial liability towards Retirement Benefits at a future date. Further, valuation from Actuary is also not feasible in view of small number of employees.

For S.C. SWAIKA CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. : 322137E

Bunika
(CA. Subhash Chandra Swaika)
Proprietor
Membership Number : 53994
Place: Kolkata
Date: 01/06/2015



For and on behalf of the Board of Directors of Singhania Brothers Ltd

Shri Sejan Kumar Singhania
Sejan Kumar Singhania
[Director]

Shalini Singhania
Shalini Singhania
[Director]